OP \$90.00 5052619

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1 ETAS ID: TM460507

Stylesheet Version v1.2

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MORGANS, INC.		01/31/2018	Corporation: D.C.

RECEIVING PARTY DATA

Name:	OWL ROCK CAPITAL CORPORATION, AS ADMINISTRATIVE AGENT
Street Address:	245 Park Avenue, 41st floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	Corporation: MARYLAND

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	5052619	JIMMIE MUSCATELLO'S
Serial Number:	87549039	M MUSCATELLO'S
Serial Number:	87549041	M MUSCATELLO'S

CORRESPONDENCE DATA

Fax Number: 2123553333

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 2124597136

Email: tbennett@goodwinlaw.com

Correspondent Name: Tracey D. Bennett

Address Line 1: c/o Goodwin Procter LLP

Address Line 2: 620 8th Ave.

Address Line 4: New York, NEW YORK 10018

ATTORNEY DOCKET NUMBER: 101310.268538	
NAME OF SUBMITTER:	Tracey D. Bennett
SIGNATURE:	/s/Tracey D. Bennett
DATE SIGNED:	02/01/2018

Total Attachments: 4

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TRADEMARK REEL: 006263 FRAME: 0860

MEMORANDUM OF SECURITY INTEREST IN TRADEMARKS

United States Department of Commerce Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231

Ladies and Gentlemen:

Pursuant to that certain Security Agreement, dated as of January 31, 2018 (as amended, restated, amended and restated, supplemented, extended, refinanced or otherwise modified from time to time, the "Security Agreement"), MORGANS, INC., a District of Columbia corporation (the "Assignor"), grants to OWL ROCK CAPITAL CORPORATION, a Maryland corporation, as administrative agent for the Lenders under the Credit Agreement referenced in the Security Agreement, as Assignee (the "Assignee") a security interest in the Trademarks (as such term is defined in the Security Agreement) including the trademarks listed on the annexed Exhibit A, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties). The Assignee's security interest in the Trademarks can only be terminated in accordance with the terms of the Security Agreement. Nothing herein shall be construed to grant a security interest in any intent-to-use trademark application filed in the United States Patent and Trademark Office pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. Section 1051, prior to the accepted filing of a "Statement of Use" and issuance of a "Certificate of Registration" pursuant to Section 1(d) of the Lanham Act or an accepted filing of an "Amendment to Allege Use" whereby such intent-to-use trademark application is converted to a "use in commerce" application pursuant to Section 1(c) of the Lanham Act.

Dated: January 31, 2018

ACTIVE/93994662.3

TRADEMARK
REEL: 006263 FRAME: 0861

Very truly yours,

MORGANS, INC.

Name: R. Michael Andrews, Jr.

Title: Chief Financial Officer, Treasurer and Secretary

ACKNOWLEDGED BY:

OWL ROCK CAPITAL CORPORATION, as Administrative Agent,

as Assignee

Name: Alan Kirshenbaun

Title:

Authorized Signatory

EXHIBIT A

Trademark Registrations

TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE	JURISDICTION
JIMMIE MUSCATELLO'S	5052619	10/4/16	United States

Trademark Applications

TRADEMARK	APPLICATION NUMBER	FILING DATE	JURISDICTION
M MUSCATELLO'S	87-549039 ¹	7/31/17	United States
M MUSCATELLO'S	87-549041 ²	7/31/17	United States

TRADEMARK REEL: 006263 FRAME: 0864

RECORDED: 02/01/2018

¹ Currently intent-to-use applications. ² Currently intent-to-use applications.